

January 29, 2025

<b>The Secretary, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001</b>	<b>Asst. Vice President, The National Stock Exchange of India Limited “Exchange Plaza”, Bandra Kurla Complex, Bandra (East), Mumbai-400 051</b>
<b>Scrip Code: 532529</b>	<b>Scrip Symbol: NDTV</b>

**Sub: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015 – Acquisition of stake in the Subsidiary Companies**

Dear Sir/Ma'am,

In furtherance to the disclosure dated December 26, 2024 and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), we wish to inform you that the Company has entered into the Share Purchase Agreements dated January 28, 2025, for acquisition of:

- a. 4178 equity shares, constituting 6.26% of the equity share capital of NDTV Convergence Limited, from NDTV Networks Limited; and
- b. 5081 equity shares, constituting 4.24% of the equity share capital of NDTV Worldwide Limited, from NDTV Media Limited.

The details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed herewith as **Annexure-I**

You are requested to take the same on record.

Thanking you,

Yours sincerely,

**For New Delhi Television Limited**

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**Parinita Bhutani Duggal  
Company Secretary and Compliance Officer**

**Encl.: As above**

Annexure-I

The details as required under Regulation 30 of SEBI LODR read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are given as under:-

S. No.	Particulars	Details	Details
1.	Details of target company in brief such as size, turnover etc.	<p>NDTV Convergence Limited (“NCL”) is an unlisted public company and a material subsidiary of the Company, engaged in publishing news and current affairs content through websites, mobile apps, and other digital platforms. It leverages new-age technologies to enhance viewer engagement and experience.</p> <p>i) Authorised Share Capital: Equity Share Capital: Rs. 3,00,00,000/- Preference Share Capital: Rs. 23,00,00,000/-</p> <p>ii) Paid-up Share Capital: Equity Share Capital: Rs. 6,66,710/-</p> <p>iii) Turnover for the FY 2023-24 : Rs. 1562.64 million.</p>	<p>NDTV Worldwide Limited (“NWL”) is an unlisted public company and a subsidiary of the Company, engaged in providing consultancy services for establishing local television news channels in emerging markets, along with offering metadata and EPG content.</p> <p>i) Authorised Share Capital: Rs. 50,00,000/-</p> <p>ii) Paid-up Share Capital: Rs. 11,95,660/-</p> <p>iii) Turnover for the FY 2023-24 : Rs. 38.09 million.</p>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	<p>Yes, NCL is a subsidiary of the Company and hence a related party.</p> <p>The Company has entered into a Share Purchase Agreement with NDTV Networks Limited (subsidiary company) for acquisition of 4178 equity shares, constituting 6.26% of the equity share capital of NDTV Convergence Limited.</p> <p>The said transaction is at arm’s length and in accordance with the valuation report obtained from a</p>	<p>Yes, NWL is a subsidiary of the Company and hence a related party.</p> <p>The Company has entered into a Share Purchase Agreement with NDTV Media Limited (subsidiary company) for acquisition of 5081 equity shares, constituting 4.24% of the equity share capital of NDTV Worldwide Limited.</p> <p>The said transaction is at arm’s length and in accordance with the valuation report obtained from a SEBI Registered Category 1 Merchant Banker.</p>

		SEBI Registered Category 1 Merchant Banker.  The promoter, promoter group/group companies do not have any interest in NCL, except to the extent of their shareholding in the Company.	The promoter, promoter group/group companies do not have any interest in NWL, except to the extent of their shareholding in the Company.
3.	Industry to which the entity being acquired belongs	Media	Media
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The acquisition aims to simplify the governance structures of NDTV Group of companies.	The acquisition aims to simplify the governance structures of NDTV Group of companies.
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	Not Applicable	Not Applicable
6.	Indicative time period for completion of the acquisition	The acquisition of stake is expected to be completed by January 31, 2025.	The acquisition of stake is expected to be completed by January 31, 2025.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash	Cash
8.	Cost of acquisition and/or the price at which the shares are acquired	Rs. 31,596 per share	Rs. 811 per share
9.	Percentage of shareholding / control acquired and / or number of shares acquired	4178 equity shares, constituting 6.26% of the equity share capital of NDTV Convergence Limited.	5081 equity shares, constituting 4.24% of the equity share capital of NDTV Worldwide Limited.

10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>NDTV Convergence Limited was incorporated on December 13, 2006, with its registered office at W-17, 2nd Floor, Greater Kailash-I, New Delhi-110048. The company is focused on publishing news and current affairs content through websites, mobile apps, and other digital platforms, using new-age technologies to enhance viewer engagement and experience.</p> <p><b>Last three years' Turnover (Revenue from operation):</b></p> <table border="1" data-bbox="566 795 989 1126"> <thead> <tr> <th>Financial Year ended</th> <th>Amount (Rs. in millions)</th> </tr> </thead> <tbody> <tr> <td>March 31, 2024</td> <td>1562.64</td> </tr> <tr> <td>March 31, 2023</td> <td>2026.35</td> </tr> <tr> <td>March 31, 2022</td> <td>1898.40</td> </tr> </tbody> </table>	Financial Year ended	Amount (Rs. in millions)	March 31, 2024	1562.64	March 31, 2023	2026.35	March 31, 2022	1898.40	<p>NDTV Worldwide Limited was incorporated on July 10, 2008, having its registered office in Delhi at W-17, 2<sup>nd</sup> Floor, Greater Kailash-I, New Delhi-110048, with an object to carry on the business of providing consultancy services for setting up local television news channels in emerging markets and also offers metadata and EPG content.</p> <p><b>Last three years' Turnover (Revenue from operation):</b></p> <table border="1" data-bbox="1021 795 1468 1008"> <thead> <tr> <th>Financial Year ended</th> <th>Amount (Rs. in millions)</th> </tr> </thead> <tbody> <tr> <td>March 31, 2024</td> <td>38.09</td> </tr> <tr> <td>March 31, 2023</td> <td>33.84</td> </tr> <tr> <td>March 31, 2022</td> <td>21.27</td> </tr> </tbody> </table>	Financial Year ended	Amount (Rs. in millions)	March 31, 2024	38.09	March 31, 2023	33.84	March 31, 2022	21.27
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